



E-Filed on September 26, 2006
-------------------------------

1      3993 Howard Hughes Parkway, Suite 600  
 Las Vegas, NV 89169-0961  
 2      Facsimile (702) 949-8321  
 Telephone (702) 949-8320

3      40 North Central Avenue, Suite 1900  
 Phoenix, Arizona 85004-4429  
 4      Facsimile (602) 734-3824  
 Telephone (602) 262-5311

5      Susan M. Freeman AZ State Bar No. 004199  
 Email: sfreeman@irlaw.com  
 Rob Charles NV State Bar No. 0065934  
 Email: rcharles@irlaw.com

6      Attorneys for Official Committee of Unsecured Creditors

## UNITED STATES BANKRUPTCY COURT

### DISTRICT OF NEVADA

9      In re:  
 10     USA COMMERCIAL MORTGAGE COMPANY,  
 11     Debtor.

Case Nos.:  
 BK-S-06-10725-LBR  
 BK-S-06-10726-LBR  
 BK-S-06-10727-LBR  
 BK-S-06-10728-LBR  
 BK-S-06-10729-LBR

12     In re:  
 13     USA CAPITAL REALTY ADVISORS, LLC,  
 14     Debtor.

JOINTLY ADMINISTERED  
 Chapter 11 Cases

14     In re:  
 15     USA CAPITAL DIVERSIFIED TRUST DEED  
 FUND, LLC,

Judge Linda B. Riegle Presiding

16     In re:  
 17     USA CAPITAL FIRST TRUST DEED FUND,  
 LLC,

AMENDED SECOND MONTHLY FEE  
 STATEMENT OF SIERRA  
 CONSULTING GROUP, LLC,  
 FINANCIAL ADVISORS TO THE  
 OFFICIAL COMMITTEE OF  
 UNSECURED CREDITORS FOR USA  
 COMMERCIAL MORTGAGE  
 COMPANY

18     Debtor.

19     In re:  
 20     USA SECURITIES, LLC,  
 21     Debtor.

Affects:  
 All Debtors  
 USA Commercial Mortgage Company  
 USA Capital Realty Advisors, LLC  
 USA Capital Diversified Trust Deed Fund, LLC  
 USA Capital First Trust Deed Fund, LLC  
 USA Securities, LLC

Sierra Consulting Group, LLC hereby submits its Second Monthly Fee Statement pursuant to the procedures set forth in the Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses as Professionals.

By way of this Interim Statement, Sierra Consulting Group requests payment of  
Interim Compensation for services rendered and reimbursement of expenses incurred  
during the period from August 1, 2006 through August 31, 2006 from USA Commercial  
Mortgage Company. Sierra Consulting Group seeks payment of: (1) interim  
compensation in the amount of \$66,756.80 representing 80% of the total fee of \$83,446.00  
for professional services rendered during the statement period; and (2) interim  
reimbursement of expenses in the amount of \$5,270.80 representing 100% of the expenses  
occurred during the statement period.

This document amends the filing of docket entry 1364.

Dated September 26, 2006.

LEWIS AND ROCA LLP

By /s/ RC (#006593)

Susan M. Freeman, AZ 4199 (pro hac vice)

Rob Charles, NV 6593

*Attorneys for Official Unsecured Creditors' Committee  
for USA Commercial Mortgage Company*

**Sierra Consulting Group, LLC**

Two North Central Ave. Suite 700 Phoenix, AZ 85004

602-424-7001

Invoice submitted to:  
**USA Commercial Mortgage**  
c/o Rob Charles  
Lewis & Roca  
3993 Howard Hughes Parkway, 6th  
Floor  
Las Vegas NV 89109

September 11, 2006  
In Reference To: USA Commercial Mortgage

Invoice #10587

**Professional Services**

		<u>Hrs/Rate</u>	<u>Amount</u>
<b><u>Asset Sales</u></b>			
8/1/2006 EMB	Follow up with counsel on call to discuss sale issues.	0.30 295.00/hr	88.50
EMB	Participated on conference call with all committees to discuss sale issues and recommendations.	1.20 295.00/hr	354.00
8/3/2006 EMB	Participated in meeting with Mesirow to discuss sale process and issues for tomorrow's hearing.	3.40 295.00/hr	1,003.00
8/7/2006 EMB	Review listing of parties who received information and signed term sheets.	0.20 295.00/hr	59.00
EMB	Prepared sale process outline in preparation of meeting with Tom Allison and sent to counsel for review. Also sent to Tom Allison.	0.60 295.00/hr	177.00
8/8/2006 DWT	Reviewed Hilco appraisals and printed them in order to create a schedule on a loan by loan basis	3.50 250.00/hr	875.00
8/11/2006 DWT	Created Summary of various purchase options for the USA entity assets and operations.	1.90 250.00/hr	475.00
8/14/2006 DWT	Finalized sale offer comparison which compares at a summary level the competing offers to purchase the debtors assets.	2.20 250.00/hr	550.00
EMB	Prepare asset summary for listing of assets to be sold and not for sale. Send to counsel for comments.	0.30 295.00/hr	88.50
EMB	Conversation with counsel to discuss sale issues and meeting with potential buyer in LV.	0.30 295.00/hr	88.50
EMB	Review summary of offers and noted differences for follow up.	0.50 295.00/hr	147.50

USA Commercial Mortgage

Page 2

		Hrs/Rate	Amount
8/15/2006 EMB	Review and analysis of particular bid in preparation of meeting with bidder.	0.80 295.00/hr	236.00
EMB	Modify offer summary per request of counsel to be distributed to committee. Send to counsel for review.	0.40 295.00/hr	118.00
EMB	Meet with potential buyer at L&R.	2.10 295.00/hr	619.50
8/17/2006 EMB	Prepared listing of USA assets proposed to be sold and sent to counsel.	1.20 295.00/hr	354.00
8/21/2006 EMB	Modified assets for sale balance sheet per request of counsel and distributed.	0.40 295.00/hr	118.00
8/22/2006 EMB	Discussions with Mesirow regarding pending sale offers.	0.40 295.00/hr	118.00
EMB	Participated on conference call to discuss asset sale topics.	1.30 295.00/hr	383.50
EMB	Read and make comments on new offer from potential buyer.	0.50 295.00/hr	147.50
8/24/2006 EMB	Review of latest purchase offer summary. Drafted e mail and sent to counsel for review.	0.60 295.00/hr	177.00
8/25/2006 EMB	Review and analysis of revised bid from potential bidder.	0.50 295.00/hr	147.50
8/28/2006 EMB	Call from Mesirow to discuss bid offer detail and assets for sale and attempted to call bidder to discuss.	0.60 295.00/hr	177.00
EMB	Review revised offer from potential bidder and send revised bid summary to counsel for review.	0.80 295.00/hr	236.00
DWT	Update bid summary	0.40 250.00/hr	100.00
8/29/2006 EMB	Responded to service fee calculation from potential bidder and noted additional issues.	0.70 295.00/hr	206.50
EMB	Conversation with Mesirow to discuss responses to potential bidders.	0.40 295.00/hr	118.00
EMB	Conference call with potential bidder to discuss asset detail and bid issues.	1.20 295.00/hr	354.00
EMB	Conversion with additional potential bidder.	0.20 295.00/hr	59.00

## USA Commercial Mortgage

Page 3

			Hrs/Rate	Amount
8/30/2006 EMB	Created sale summary matrix on proposed recoveries per request of counsel.		0.70 295.00/hr	206.50
EMB	Review and draft e mails regarding updated bid from potential bidder.		0.40 295.00/hr	118.00
8/31/2006 EMB	Review of revised bid and noted impact to UCC.		1.20 295.00/hr	354.00
EMB	Discussion with counsel regarding sale issues.		1.10 295.00/hr	324.50
EMB	Conversations with Mesirow and potential bidders regarding bid issues.		1.20 295.00/hr	354.00
<b>SUBTOTAL:</b>			<b>[ 31.50 ]</b>	<b>8,932.50]</b>
<b><u>Depos, trial prep &amp; atten</u></b>				
8/4/2006 EMB	Attended court hearing on motion to disburse funds, use of cash and other issues.		3.90 295.00/hr	1,150.50
8/16/2006 EMB	Listened to part of court hearing via call.		0.40 295.00/hr	118.00
8/31/2006 EMB	Prepared for and attended court hearing.		2.10 295.00/hr	619.50
<b>SUBTOTAL:</b>			<b>[ 6.40 ]</b>	<b>1,888.00]</b>
<b><u>Financial Analysis &amp; Rvw</u></b>				
8/1/2006 DWT	Reviewed loan monitoring report		1.60 250.00/hr	400.00
DWT	Reviewed organization chart and personnel of USA Capital		0.50 250.00/hr	125.00
DWT	Summarized statement of assets and liabilities versus monthly operating reports to analyze differences and account detail		2.90 250.00/hr	725.00
DWT	Discussed the cash flow detail with various members of the debtor advisor team.		2.70 250.00/hr	675.00
DWT	Drafted a follow up list of questions related to cash flow summary		0.80 250.00/hr	200.00
8/2/2006 DWT	Summarized list of assets in order to determine the value/status of each		1.90 250.00/hr	475.00

USA Commercial Mortgage

Page 4

			Hrs/Rate	Amount
8/2/2006	DWT	Reviewed loan summary detail provided by Mesirow	1.50 250.00/hr	375.00
	DWT	Drafted a follow up list of questions related to the loan monitoring report	1.00 250.00/hr	250.00
	EMB	Meet with Mesirow to follow up on cash flow projection assumptions.	1.50 295.00/hr	442.50
	DWT	Examined extension fee detail from the monthly operating report compared to the Mesirow Loan monitoring report detail	2.30 250.00/hr	575.00
8/3/2006	DWT	Investigated asset values on commercial mortgage's books and attempted to understand collectibility	1.40 250.00/hr	350.00
	DWT	Began to create a template that will be used to report critical financial information to creditors	2.50 250.00/hr	625.00
	DWT	Reviewed the cash flow support including payroll headcount and other operating expenses	1.10 250.00/hr	275.00
	EMB	Met with counsel and DTDF advisor to discuss Investment Partners.	3.80 295.00/hr	1,121.00
	EMB	Met with Mesirow to discuss set off calculations.	0.40 295.00/hr	118.00
8/4/2006	DWT	Reviewed docket and read most recent filings related to loan payment distributions.	1.80 250.00/hr	450.00
8/7/2006	EMB	Review summary of loan appraisals as received from committee chairman. Had additional information included on summary.	0.40 295.00/hr	118.00
	DWT	Summarized on a loan by loan basis the principal paid prep and post bankruptcy filing.	3.40 250.00/hr	850.00
	DWT	Summarized on a loan by loan basis the appraisal value versus the prepaid interest	2.70 250.00/hr	675.00
	EMB	Analysis of loan summary report and appraised values.	0.60 295.00/hr	177.00
8/8/2006	DWT	Summarized extention fees and other assets based on comprehensive loan by loan summary that includes appraisal information	2.60 250.00/hr	650.00
	DWT	Reviewed appraisal reports and tied to previous reports as well as set up templete to review each asset class for review and comments	2.70 250.00/hr	675.00

USA Commercial Mortgage

Page 5

			Hrs/Rate	Amount
8/8/2006 EMB	Continue review of loan summary and related pre petition interest. Distributed to counsel and committee chairman for review and comments.		0.40 295.00/hr	118.00
8/9/2006 DWT	Began master loan database to use going forward for summary analysis and report generation.		2.60 250.00/hr	650.00
DWT	Created schedule to monitor prepaid interest on a monthly basis.		1.60 250.00/hr	400.00
DWT	Created schedule to monitor service fees on a monthly basis		1.40 250.00/hr	350.00
DWT	Created schedule to monitor extension fees on a monthly basis		0.80 250.00/hr	200.00
8/10/2006 DN	Review, analysis of various documents filed with bankruptcy courts related to projections.		2.20 250.00/hr	550.00
DN	Review of available information regarding performing, non-performing loan assets		1.70 250.00/hr	425.00
DWT	Continued creating master loan data spreadsheet that will be used for all future status summary analysis on a month to month basis.		1.80 250.00/hr	450.00
DN	Meeting with James Reed to agree to work flow, procedures, etc.		0.30 250.00/hr	75.00
8/11/2006 EMB	Modified work plan and list of requested information for Mesirow.		0.80 295.00/hr	236.00
EMB	Drafted e mail to Mesirow to request data and access to personnel for various financial analyses.		0.30 295.00/hr	88.50
DN	Continue review and analysis of documents filed with bankruptcy courts including cash budget		1.80 250.00/hr	450.00
DN	Analysis of revenue streams (historically reported vs. forecasted)		1.90 250.00/hr	475.00
DWT	Updated master loan summary.		1.70 250.00/hr	425.00
8/13/2006 DWT	Reviewed fee summary for the case to date per request of counsel.		0.70 250.00/hr	175.00
8/14/2006 DWT	Compared statement of assets and liabilities to the month end values per the monthly operating reports April - June		1.40 250.00/hr	350.00
EMB	Analysis of latest loan file from Mesirow and noted issues for follow up. Drafted e mail to counsel regarding same.		0.80 295.00/hr	236.00

USA Commercial Mortgage

Page 6

			Hrs/Rate	Amount
8/14/2006 DWT	Traced Hilco appraisal data to loan master schedule received from attorney to verify accuracy.		1.80 250.00/hr	450.00
8/15/2006 DN	Analysis of forecasted revenue streams per Mesirow from historically reported vs. forecasted		2.30 250.00/hr	575.00
DWT	Reviewed financial statements received from client from March, April and May 2006		2.70 250.00/hr	675.00
DN	Meeting w/James Reed to ask questions regarding cash flow projections and assumptions, financial statements, etc.		0.70 250.00/hr	175.00
DWT	Created summary of financial statements compared to Statement of Assets and Liabilities and Monthly Operating Reports		3.20 250.00/hr	800.00
DN	Comparison of payroll documents to org chart to reported and forecasted salaries & benefits expense		2.00 250.00/hr	500.00
DN	Comparison of headcount on company org chart to reported, forecasted, salaries & benefits expenses		1.60 250.00/hr	400.00
EMB	Analysis of USACM YTD financial data as received from Mesirow.		0.90 295.00/hr	265.50
DN	Analysis & review of available information supporting actual and forecasted rent expense		1.70 250.00/hr	425.00
EMB	Meet with Mesirow to discuss document requests, access to information and other procedures.		0.80 295.00/hr	236.00
8/16/2006 DN	Meetings/introductions with various Mesirow and USACMC finance/accounting personnel		0.90 250.00/hr	225.00
DWT	Created consolidated financial report using actual jan - mar information compared to stmt of assets and liab and monthly operating report - balance sheets		2.60 250.00/hr	650.00
DN	Meeting with Susan Smith to agree to procedures, obtain details on preliminary reported financial results		0.60 250.00/hr	150.00
DN	Continue analysis of schedule of assets & liabilities to financial statements to cash flow forecast		2.20 250.00/hr	550.00
DWT	Created consolidated financial report using actual jan - mar information compared to stmt of assets and liab and monthly operating report - income statements		1.40 250.00/hr	350.00
EMB	Review summary of financial statement vs. operating report comparison. Noted issues for follow up.		1.60 295.00/hr	472.00

USA Commercial Mortgage

Page 7

			<u>Hrs/Rate</u>	<u>Amount</u>
8/16/2006	DWT	Created consolidated financial report using actual april - may information compared to stmt of assets and liab and monthly operating report - income statements	0.80 250.00/hr	200.00
	DWT	Created consolidated financial report using actual april - may information compared to stmt of assets and liab and monthly operating report - balance sheets	1.10 250.00/hr	275.00
	DWT	Created variance analysis of actual financial statements verus monthly operating report	1.00 250.00/hr	250.00
	DN	Update schedule of assets & liabilities to financial statements to cash flow forecast	1.70 250.00/hr	425.00
	DN	Met with Mesirow regarding schedule of assets & liabilities to financial statements to cash flow forecast	2.10 250.00/hr	525.00
	EMB	Conversation with committee chair regarding financial statements.	0.20 295.00/hr	59.00
8/17/2006	DN	Review and analysis of cash flow actual results vs. projections	2.50 250.00/hr	625.00
	DN	Review schedule of assets & liabilities to financial statements to cash flow forecast	1.80 250.00/hr	450.00
	DN	Detailed review & analysis of cash flow assumptions per Mesirow.	1.90 250.00/hr	475.00
	DWT	Estimated service revenue receivable through 2007 assuming an orderly portfolio runoff of performing loans	1.60 250.00/hr	400.00
	EMB	Analysis of service fee receivable per schedule of assets and current balance sheet.	0.70 295.00/hr	206.50
	EMB	Conversation with counsel regarding balance sheet items, modified summary and distributed.	0.50 295.00/hr	147.50
	DN	Modified analysis of cash flow projections per comments from USA	1.80 250.00/hr	450.00
	DWT	Created model to project service fee revenue and the associated build up in service fee receivable based on estimated cash collections.	3.20 250.00/hr	800.00
8/21/2006	DWT	Discussed various issues on request list with Mesirow.	1.30 250.00/hr	325.00
	DWT	Created a schedule to summarize collateral value by loan with a maximum value equal to the loan value not taking into consideration equity value.	1.40 250.00/hr	350.00

USA Commercial Mortgage

Page 8

			Hrs/Rate	Amount
8/21/2006	EMB	Review of weekly collection summary per Mesirow. Requested data to be broken out by principal v. interest.	0.40 295.00/hr	118.00
	EMB	Requested professional fee data for analysis as requested by committee. Follow up with counsel.	0.30 295.00/hr	88.50
	EMB	Analysis of recent loan activity and tied back to historic detail.	0.80 295.00/hr	236.00
8/22/2006	DWT	Read, reviewed and added Lone Star proposal to the offer summary	1.50 250.00/hr	375.00
	DWT	Analyzed collectibility of accounts receivable - colt gateway	0.60 250.00/hr	150.00
	DWT	Analyzed collectibility of accounts receivable - other	1.00 250.00/hr	250.00
	DWT	Analyzed collectibility of accounts receivable - trade	1.80 250.00/hr	450.00
	DWT	Analyzed collectibility of accounts receivable - related partys	1.50 250.00/hr	375.00
	DN	Prep & delivery of questions and requests for additional information regarding cash flow forecast	2.00 250.00/hr	500.00
	DN	Prep & delivery of questions and requests for additional information regarding cash flow forecast	1.40 250.00/hr	350.00
	EMB	Review of June financial and had included in monthly summary.	0.40 295.00/hr	118.00
	EMB	Worked with counsel on fee application detail requests and analysis of fees by estate.	1.10 295.00/hr	324.50
8/23/2006	EMB	Review Loan Summary as provided by Mesirow and made notes on follow up issues. Compared to previous schedules.	1.20 295.00/hr	354.00
	DN	Analysis of recent actual results vs. projections	2.30 250.00/hr	575.00
	DN	Follow up on actual financial results with Mesirow.	1.80 250.00/hr	450.00
	EMB	Researched related party AR and NR to exclude from assets to be sold.	1.30 295.00/hr	383.50
	DN	Noted difference in cash flow actual results vs. projections	0.90 250.00/hr	225.00

USA Commercial Mortgage

Page 9

			<u>Hrs/Rate</u>	<u>Amount</u>
8/23/2006	DN	Continue review and analysis of cash flow actual results vs. projections	1.10 250.00/hr	275.00
	DWT	Reviewed Ray Quinney bill detail and created analysis to adjust allocation of time.	2.80 250.00/hr	700.00
	DWT	Reviewed Mesirow bill detail and created analysis to adjust allocation of time.	2.90 250.00/hr	725.00
	DN	Comparison of payroll documents to org chart to reported and forecasted salaries & benefits expense	1.90 250.00/hr	475.00
8/24/2006	DN	Modified analysis of cash flow actual results	1.70 250.00/hr	425.00
	DWT	Reviewed Schwartzer bill detail and created analysis to adjust allocation of time.	2.10 250.00/hr	525.00
	DN	Review and analysis of monthly operating reports	1.80 250.00/hr	450.00
	DWT	Updated financial statement summary schedule with June 2006 results.	2.00 250.00/hr	500.00
	DN	Follow up on actual financial results with Mesirow.	2.10 250.00/hr	525.00
	DN	Noted additional difference in cash flow actual results vs. projections	2.60 250.00/hr	650.00
	EMB	Review amended USACM SOFA and made summary of potential avoidance actions against insiders.	1.20 295.00/hr	354.00
	EMB	Analysis of historic financial performance of USA and drafted memo to counsel and committee chairperson on financials.	0.90 295.00/hr	265.50
8/25/2006	DWT	Proposed adjustments needed to finalize re-allocation of time and expense detail.	1.50 250.00/hr	375.00
	EMB	Review monthly bills and summary for professionals who are charging time to USACM.	0.40 295.00/hr	118.00
	DWT	Created detailed summary of time/expense detail re-allocation using estimated adjusted time per debtor entity.	2.80 250.00/hr	700.00
	EMB	Review summary of 13 week cash flow forecast and explanation of assumptions.	0.70 295.00/hr	206.50
8/27/2006	DN	Review and analysis of cash flow actual results per operating reports vs. projections	2.10 250.00/hr	525.00

USA Commercial Mortgage

Page 10

			<u>Hrs/Rate</u>	<u>Amount</u>
8/27/2006	DN	Review and analysis of cash flow actual results vs. projections	1.60 250.00/hr	400.00
8/28/2006	DN	Continue follow up with Mesirow on actual results issues	1.90 250.00/hr	475.00
	DWT	Received and reviewed thw 17,000 plus file disk of binder detail tht was scanned from binders that exist in Susan Smith's office.	2.10 250.00/hr	525.00
	DN	Review and analysis of monthly operating reports	2.50 250.00/hr	625.00
	EMB	Finalized initial review of professional fess through June and drafted memo to counsel on allocations to other estates.	1.10 295.00/hr	324.50
	EMB	Review of analysis of the debtors 13 week cash flow as compared to actual and drafted memo to counsel and committee.	1.20 295.00/hr	354.00
	DWT	Reviewed actual versus forecast cash flow report	0.80 250.00/hr	200.00
	DWT	Finalize time summary analysis among professionals	2.10 250.00/hr	525.00
8/29/2006	DN	Prep & delivery of question re compensation cash flow actuals	0.90 250.00/hr	225.00
	DN	Preparation, review, and analysis of trended MOR and financial statement results	3.10 250.00/hr	775.00
	DN	Follow-up on details re compensation cash flow actuals	0.70 250.00/hr	175.00
	DWT	Reviewed loan file detail on pdf files	1.10 250.00/hr	275.00
	DWT	Summarized collections by week.	0.90 250.00/hr	225.00
	DWT	Reviewed hard asset appraisal	0.40 250.00/hr	100.00
	DWT	Created service fee revenue, cash collection and revenue estimate to demonstrate value of servicing contracts as an asset	1.80 250.00/hr	450.00
	DN	Review of Aug weekly collections distributed by Mesirow Financial	1.30 250.00/hr	325.00
8/30/2006	DWT	Reviewed most recent "Loan monitoring report" and noticed exit fees and have not been able to trace them as an accrued asset to any financial report or statement.	1.70 250.00/hr	425.00

USA Commercial Mortgage

Page 11

			<u>Hrs/Rate</u>	<u>Amount</u>
8/30/2006 DWT	Met with client to follow up on various questions related to open items that have accumulated as a result of analysis of numerous items including financial statements and loan summaries.		2.50 250.00/hr	625.00
DN	Review of Aug weekly collections distributed by Mesirow Financial		0.90 250.00/hr	225.00
DN	Continue review of Aug weekly collections distributed by Mesirow Financial		1.20 250.00/hr	300.00
DN	Prep & delivery of requests for additional information re various actual P&L line items		1.10 250.00/hr	275.00
DN	Review of reported P&L actual results through June '06		1.90 250.00/hr	475.00
8/31/2006 DWT	Researched pension plan liability to determine whether it is a defined benefit, contribution or other type of plan.		1.10 250.00/hr	275.00
DN	Conversation with James Reed regarding additional information requested		0.40 250.00/hr	100.00
DN	Review of Aug weekly collections distributed by Mesirow Financial		1.90 250.00/hr	475.00
DWT	Estimated cost structure of a minimal organization that would be needed to service remaining portfolio.		2.30 250.00/hr	575.00
DWT	Created portfolio runoff model to incorporate into an operational model that will show estimated revenue and costs to service remaining portfolio.		2.60 250.00/hr	650.00
DN	Continue review of Aug weekly collections distributed by Mesirow Financial		1.80 250.00/hr	450.00
<b>SUBTOTAL:</b>			<b>[ 206.70 ]</b>	<b>52,786.50]</b>

General Case Strategy

8/2/2006 EMB	Participated in weekly committee conference call.	2.20 295.00/hr	649.00
8/3/2006 EMB	Coordinated with counsel on meeting and dinner with Mesirow.	0.30 295.00/hr	88.50
EMB	Drafted work plan for new tasks as approved by committee.	0.30 295.00/hr	88.50
EMB	Participate in conference calls with other committee counsel and advisors to discuss tomorrow's hearing.	1.60 295.00/hr	472.00

USA Commercial Mortgage

Page 12

		<u>Hrs/Rate</u>	<u>Amount</u>
8/4/2006 EMB	Met with counsel to follow up on issues.	0.40 295.00/hr	118.00
8/8/2006 EMB	Participated in meeting with Mesirow in Los Angeles to discuss plan and sales issues.	4.60 295.00/hr	1,357.00
EMB	Follow up with counsel on meeting issues.	0.30 295.00/hr	88.50
8/9/2006 EMB	Participated in weekly committee conference call.	1.90 295.00/hr	560.50
DWT	Participated in conference call with committee - NO CHARGE	1.90 250.00/hr	NO CHARGE
8/14/2006 EMB	Participated in weekly conference call with other committees.	0.90 295.00/hr	265.50
EMB	Drafted questions and information requests to Mesirow along with work plan. Drafted separate e mail requesting office for FA use.	0.70 295.00/hr	206.50
8/15/2006 EMB	Meet with counsel and committee chair to discuss sale issues and other plan options.	1.10 295.00/hr	324.50
EMB	Meet with Diversified Committee at L&R.	1.20 295.00/hr	354.00
8/16/2006 EMB	Responded to various inquiries from counsel.	0.30 295.00/hr	88.50
8/17/2006 EMB	Participated in all hands committee and debtor meeting to discuss plan issues.	2.30 295.00/hr	678.50
8/21/2006 EMB	Correspondence with Mesirow regarding information and data request and access to people to answer questions.	0.30 295.00/hr	88.50
EMB	Participated in USACM committee call.	3.30 295.00/hr	973.50
8/22/2006 EMB	Meet with Mesirow to discuss USACM assets for sale, plan issues and litigation trust matters.	2.10 295.00/hr	619.50
8/23/2006 EMB	Met with committee members to discuss sale and plan issues.	1.10 295.00/hr	324.50
EMB	Call with counsel and committee chairman to discuss latest loan summary, plan development and asset sales.	1.20 295.00/hr	354.00
EMB	Participated on conference call with Debtor and other committees.	1.30 295.00/hr	383.50

USA Commercial Mortgage

Page 13

		Hrs/Rate	Amount
8/23/2006 EMB	Conversation with counsel to discuss plan issues and matters discussed with Mesirow.	0.30 295.00/hr	88.50
8/28/2006 EMB	Participated on conference call with debtor and other committee professionals.	1.20 295.00/hr	354.00
EMB	Drafted memo to counsel and committee chairperson to discuss other pending issues.	0.40 295.00/hr	118.00
8/29/2006 EMB	Conversation with counsel on sale and plan issues.	0.30 295.00/hr	88.50
EMB	Worked with Mesirow to coordinate information requests and access to data.	0.30 295.00/hr	88.50
8/30/2006 EMB	Conversations with T. Allison regarding plan and sale issues.	0.50 295.00/hr	147.50
EMB	Participated on USACM committee call.	1.30 295.00/hr	383.50
<b>SUBTOTAL:</b>		<b>[ 33.60 ]</b>	<b>9,351.50]</b>

Liquidation Analysis

8/2/2006 DWT	Created Liquidation Analysis based on expected recovery of assets	2.80 250.00/hr	700.00
8/16/2006 DWT	Created recovery estimate for short term investment based on 6/30/06 loan balance, interest due and hilco's appraisal.	1.70 250.00/hr	425.00
8/18/2006 DWT	Performed analysis of collectibility of all assets compared to Mesirow estimates	1.70 250.00/hr	425.00
DWT	Performed analysis of collectibility of other assets as of filing date	1.50 250.00/hr	375.00
DWT	Performed analysis of collectibility of short term investments.	1.80 250.00/hr	450.00
DWT	performed analysis of collectibility of extention fees	2.10 250.00/hr	525.00
8/21/2006 DWT	Performed analysis of collectibility of prepaid interest as of filing date.	1.40 250.00/hr	350.00
EMB	Analysis of estiamted liquidation values per Mesirow and Sierra calculations. Follow up on certain items and questions.	0.70 295.00/hr	206.50

USA Commercial Mortgage

Page 14

			<u>Hrs/Rate</u>	<u>Amount</u>
8/21/2006	DWT	Added notes receivable analysis template to the asset detail analysis summary.	1.70 250.00/hr	425.00
	DWT	Consolidated various aspects of liquidation analysis into summary.	2.50 250.00/hr	625.00
8/23/2006	EMB	Analyze preliminary liquidation analysis of USACM and compared balance sheet items for sale.	1.40 295.00/hr	413.00
8/24/2006	EMB	Analysis liquidation analysis of USACM and drafted memo to counsel and committee chairperson on financials.	0.80 295.00/hr	236.00
	DWT	Updated liquidation analysis summary with current information received from USA Capital organization charts and other new information received.	0.80 250.00/hr	200.00

SUBTOTAL:	[	20.90	5,355.50]
-----------	---	-------	-----------

Misc Motions & Responses

8/7/2006	EMB	Read and comment on amended Fertitta motion.	0.20 295.00/hr	59.00
8/11/2006	EMB	Review proposed order to distribute funds and gave comments to counsel.	0.30 295.00/hr	88.50
8/14/2006	EMB	Read and comment on suggestions regarding \$9 mm of pre petition funds in collection account and amount to not be distributed.	0.60 295.00/hr	177.00
	EMB	Review and respond to language in order for fund distribution.	0.20 295.00/hr	59.00
8/21/2006	EMB	Review draft of letter to be sent to direct lenders to recover pre paid interest.	0.20 295.00/hr	59.00
8/25/2006	EMB	Review objection filed by USACM as well as other motions received from counsel.	0.60 295.00/hr	177.00

SUBTOTAL:	[	2.10	619.50]
-----------	---	------	---------

No Operating Reports

8/7/2006	EMB	Review summary of monthly operating reports and noted issues for follow up.	0.60 295.00/hr	177.00
8/8/2006	EMB	Review monthly operating reports and noted issues for follow up on actual performance.	0.60 295.00/hr	177.00

USA Commercial Mortgage

Page 15

	Hrs/Rate	Amount
8/23/2006 DWT Input June monthly operating results into summary	3.30 250.00/hr	825.00
<b>SUBTOTAL:</b>	<b>[ 4.50 ]</b>	<b>1,179.00]</b>

Plan & Disclosure Stmt

8/25/2006 EMB Read and comment on draft joint plan as received from First Trust.	1.10 295.00/hr	324.50
8/26/2006 EMB Conference call with counsel and committee chairman to discuss plan proposal as received from FTDF.	0.40 295.00/hr	118.00
8/28/2006 EMB Review proposed draft of plan.	0.50 295.00/hr	147.50
8/29/2006 EMB Conference call with USACM and DTF professionals to discuss plan issues.	1.10 295.00/hr	324.50
EMB Read and make comments on draft of plan as distributed by debtors' counsel.	1.30 295.00/hr	383.50
EMB Follow up conference call with all committee professionals and debtor to discuss plan issues.	1.20 295.00/hr	354.00
EMB Further review of plan as modified by Rob Charles.	0.30 295.00/hr	88.50
8/30/2006 EMB Continue to read and comment on debtors' proposed plan.	0.80 295.00/hr	236.00
8/31/2006 EMB Participated in multi committee meeting to discuss plan and sale issues.	3.80 295.00/hr	1,121.00
EMB Follow up with counsel on alternative plan issues.	0.80 295.00/hr	236.00
<b>SUBTOTAL:</b>	<b>[ 11.30 ]</b>	<b>3,333.50]</b>

**For professional services rendered****317.00 \$83,446.00**

## Additional Charges :

Airfare

8/3/2006 Airfare	233.60
8/7/2006 Airfare	246.60

USA Commercial Mortgage

Page 16

	<u>Amount</u>
8/8/2006 Airfare to/from LAX to meet at Stutman	240.60
8/10/2006 Airfare to/from LV	230.60
8/11/2006 Airfare to/from LAS (8/15-17)	123.59
Airfare to/from LAS, 8/15-17	258.60
8/17/2006 Airfare	283.60
8/22/2006 Airfare	283.60
Airfare	246.60
 SUBTOTAL:	 [ 2,147.39]
 <u>Auto</u>	
8/3/2006 Rental Car	71.14
Rental Car	56.70
Rental Car Gas	1.30
8/17/2006 Rental Car	190.03
 SUBTOTAL:	 [ 319.17]
 <u>Hotel</u>	
8/3/2006 Hotel	324.82
Hotel	175.37
8/10/2006 Hotel - 1 night	136.25
8/17/2006 Hotel - 2 nights	259.42
Hotel	316.09
8/22/2006 Hotel fees	129.71
8/25/2006 Hotel	338.09
 SUBTOTAL:	 [ 1,679.75]

USA Commercial Mortgage

Page 17

	<u>Amount</u>
<u>Meals</u>	
8/1/2006 Dinner	26.50
8/8/2006 Out of town meal in LA (with Rob Charles)	47.33
8/10/2006 Out of town meal	24.39
Out of town meal	24.40
8/15/2006 Out of town meal with Dave Tiffany	46.33
8/16/2006 Out of town meal	19.09
Out of town meal	19.09
8/17/2006 Out of town meal, DT and DN	43.00
 SUBTOTAL:	
	[ 250.13]
<u>Rental Car</u>	
8/25/2006 Rental Car	143.00
8/30/2006 Rental Car Fees	72.10
 SUBTOTAL:	
	[ 215.10]
<u>Travel</u>	
8/3/2006 Airport Parking	60.00
Airport Parking	40.00
8/8/2006 Cab from LAX to Stutman	45.00
Parking at airport (for trip to LA)	20.00
8/9/2006 Transport to airport	58.10
8/11/2006 Transport from airport	55.73
8/16/2006 Transport to airport	58.10
8/17/2006 Transport from airport	56.05
Rental Car Gas	13.13

USA Commercial Mortgage

Page 18

	<u>Amount</u>
8/17/2006 Airport parking	60.00
Transport from airport to home	56.05
8/22/2006 Transport to airport	57.10
8/25/2006 Airport Parking	60.00
8/30/2006 Airport Parking	20.00
 SUBTOTAL:	 [ 659.26]
 <b>Total costs</b>	 <b>\$5,270.80</b>
 <b>Total amount of this bill</b>	 <b>\$88,716.80</b>
 Balance due	 <b>\$88,716.80</b>

**Professional Summary**

Name	Hours	Rate	Amount
Doug Noblitt	74.60	250.00	\$18,650.00
EDWARD "TED" M. BURR	103.80	295.00	\$30,621.00
Dave Tiffany	136.70	250.00	\$34,175.00

Invoices 30 days past due are subject to a 1.5% late payment fee.